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**Amended Statement
By Foreign Corporation**

FILED *SMC*
Secretary of State
State of California
FEB 13 2017

IPC

Uphold, Inc.

[Name of Corporation]

a corporation organized and existing under the laws of Washington
[State or Place of Incorporation]

and which is presently qualified for the transaction of intrastate business in the State of California, makes the following statement:

That the name of the corporation has been changed to that hereinabove set forth and that the name relinquished at the time of such change was Bitreserve, Inc.

T. Z. Parsa

[Signature of Corporate Officer]

Tim Parsa, Director and Officer

[Typed Name and Title of Officer Signing]

UNITED STATES OF AMERICA

The State of Washington



Secretary of State

I, Kim Wyman, Secretary of State of the State of Washington and custodian of its seal, hereby issue this certificate that the attached is a true and correct copy of

ARTICLES OF AMENDMENT

of

BITRESERVE INC.

Changing name to
UPHOLD, INC.

as filed in this office on August 18, 2015.

Date: January 30, 2017



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

Kim Wyman

Kim Wyman, Secretary of State

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WA SECRETARY OF STATE

ARTICLES OF AMENDMENT
OF
BITRESERVE INC.

Pursuant to RCW 23B.10.060 of the Washington Business Corporation Act, the undersigned corporation hereby submits the following amendment to the corporation's Articles of Incorporation.

1. The name of the corporation is Bitreserve Inc.
2. The text of the amendment to Article I as adopted is as follows:
The name of this corporation is Uphold, Inc.
3. The date of adoption of such amendment was August 17th, 2015.
4. The amendment was adopted by the Board of Directors; shareholder action was not required.
5. These Articles of Amendment will be effective upon filing.

DATED: August 17th, 2015.

BITRESERVE INC.

A handwritten signature in black ink, appearing to read 'Anthony Watson', with a stylized flourish at the end.

BY: Anthony Watson, President